

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:	:	Chapter 11
	:	
ATLAS RESOURCE PARTNERS, L.P., et al.,	:	Case No. 16-12149 (SHL)
	:	
Debtors.¹	:	(Jointly Administered)
	:	

**FINAL DECREE AND ORDER
CLOSING THE REORGANIZED DEBTORS' CHAPTER 11 CASES**

Upon the motion of Titan Energy, LLC (the "Motion")² for a final decree and order (this "Order") pursuant to Bankruptcy Code sections 105(a) and 350(a), Bankruptcy Rule 3022 and Local Bankruptcy Rule 3022-1 closing the chapter 11 cases jointly-administered under the above-referenced case number; and due and sufficient notice of the Motion having been given; and the Court having considered the Closing Report; and the Court having determined the Reorganized Debtors' chapter 11 cases have been fully administered; and it appearing that no other or further notice is necessary; and it appearing that the relief requested in the Motion is in the best interests of the Reorganized Debtors, their estates and creditors; and after due deliberation thereon and due and sufficient cause appearing therefor, it is hereby,

ORDERED, THAT:

1. The Motion is GRANTED as set forth in this Order.

¹ The Debtors and the last four digits of their taxpayer identification numbers (as applicable) are as follows: Atlas Resource Partners, L.P. (1625), ARP Barnett Pipeline, LLC (2295), ARP Barnett, LLC (2567), ARP Eagle Ford, LLC (6894), ARP Mountaineer Production, LLC (9365), ARP Oklahoma, LLC (5193), ARP Production Company, LLC (9968), ARP Rangely Production, LLC (1625), Atlas Barnett, LLC (4688), Atlas Energy Colorado, LLC (0015), Atlas Energy Indiana, LLC (0546), Atlas Energy Ohio, LLC (5198), Atlas Energy Securities, LLC (5987), Atlas Energy Tennessee, LLC (0794), Atlas Noble, LLC (5139), Atlas Pipeline Tennessee, LLC (4919), Atlas Resource Finance Corporation (2516), Atlas Resource Partners Holdings, LLC (5285), Atlas Resources, LLC (2875), ATLS Production Company, LLC (0124), REI-NY, LLC (5147), Resource Energy, LLC (5174), Resource Well Services, LLC (5162), Viking Resources, LLC (5124). The address of the Debtors' corporate headquarters is Park Place Corporate Center One, 1000 Commerce Drive, Suite 400, Pittsburgh, PA 15275.

² Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

2. The Chapter 11 Cases on Schedule 1 hereto are hereby closed as of the date hereof.

3. The Clerk of the Court shall enter this Order on the dockets of each of the Chapter 11 Cases and such dockets shall be marked as closed.

4. This Order is without prejudice to any parties' right to seek to re-open any of the closed Chapter 11 Cases for good cause shown.

5. For the reasons stated in the Motion, the requirement for Epiq to prepare a final claims register or to box and transport claims to Federal Archives Record Administration pursuant to Local Bankruptcy Rule 5075-1 and the Protocol For The Employment Of Claims And Noticing Agents Under 28 U.S.C. § 156(c) is waived.

6. The appointment and services of Epiq Bankruptcy Solutions, LLC ("Epiq") as the claims and noticing agent in the Chapter 11 Cases shall be terminated as of the date hereof, and Epiq is hereby released from any further duties and responsibilities in the Reorganized Debtors' Chapter 11 Cases. Notwithstanding the foregoing, as soon as practicable following the entry of this Order, the Reorganized Debtors shall pay Epiq for services performed as claims and noticing agent in accordance with the terms of this Court's Order Authorizing the Employment and Retention of Epiq Bankruptcy Solutions, LLC as Claims and Noticing Agent (Docket No. 60) and the Engagement Letter (as such term is defined in the aforementioned order).

7. The Reorganized Debtors shall pay to the U.S. Trustee any quarterly fees which are due and payable pursuant to 28 U.S.C. § 1930(a)(6) within 10 days of such fees being due.

8. Notwithstanding any stay that might be applicable to this Order, this Order shall be effective and enforceable immediately as of the date hereof.

9. The Court shall retain jurisdiction with respect to all matters arising from or relating to the implementation or interpretation of this Order.

Dated New York, New York

October 20, 2016

/s/ Sean H. Lane

HONORABLE SEAN H. LANE

UNITED STATES BANKRUPTCY JUDGE

Schedule 1

Schedule of Chapter 11 Cases to be Closed

Case No.	Debtor Name
16-12149 (SHL)	Atlas Resource Partners, L.P.
16-12150 (SHL)	ARP Barnett Pipeline, LLC
16-12151 (SHL)	ARP Barnett, LLC
16-12152 (SHL)	ARP Eagle Ford, LLC
16-12153 (SHL)	ARP Mountaineer Production, LLC
16-12154 (SHL)	ARP Oklahoma, LLC
16-12155 (SHL)	ARP Production Company, LLC
16-12156 (SHL)	ARP Rangely Production, LLC
16-12157 (SHL)	Atlas Barnett, LLC
16-12158 (SHL)	Atlas Energy Colorado, LLC
16-12159 (SHL)	Atlas Energy Indiana, LLC
16-12160 (SHL)	Atlas Energy Ohio, LLC
16-12161 (SHL)	Atlas Energy Securities, LLC
16-12162 (SHL)	Atlas Energy Tennessee, LLC
16-12163 (SHL)	Atlas Noble, LLC
16-12164 (SHL)	Atlas Pipeline Tennessee, LLC
16-12165 (SHL)	Atlas Resource Finance Corporation (n/k/a Titan Energy, LLC)
16-12166 (SHL)	Atlas Resource Partners Holdings, LLC
16-12167 (SHL)	Atlas Resources, LLC
16-12168 (SHL)	ATLS Production Company, LLC
16-12169 (SHL)	REI-NY, LLC
16-12170 (SHL)	Resource Energy, LLC
16-12171 (SHL)	Resource Well Services, LLC
16-12172 (SHL)	Viking Resources, LLC